

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

In re:

WINC, INC. *et al.*<sup>1</sup>

Debtors.

Chapter 11

Case No. 22-11238 (LSS)  
(Jointly Administered)

**Related DI No.: 399**

**CERTIFICATION OF COUNSEL REGARDING PROPOSED ORDER APPROVING  
SECOND INTERIM FEE APPLICATION OF ARENTFOX SCHIFF LLP AS COUNSEL  
TO THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS**

On June 26, 2023, ArentFox Schiff LLP, counsel to the Official Committee of Unsecured Creditors of Winc, Inc. and its debtor affiliates (collectively, the “Debtors”) filed its second request for interim allowance of compensation and reimbursement of expenses (the “Fee Request”) for the interim period from March 1, 2023 through and including May 31, 2023.

More specifically, ArentFox Schiff, LLP, filed the *Second Interim Fee Application of ArentFox Schiff LLP, Co-Counsel to the Official Committee of Unsecured Creditors for the Period from March 1, 2023 through May 31, 2023* [Docket No. 399] (the “AFS Second Interim”). The deadline to file an objection to the AFS Second Interim was July 17, 2023 at 4:00 p.m.

The undersigned certifies that he has reviewed the Court’s docket in these cases and no answer, objection, or other responsive pleading to the Fee Request appears thereon. As no responses were received prior to the Objection Deadline, the undersigned hereby submit a proposed form of order (the “Proposed Order”), attached hereto as **Exhibit 1**, approving the Fee Request.

Accordingly, ArentFox Schiff LLP respectfully requests that the Court enter the Proposed

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<sup>1</sup> The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, are: Winc, Inc. (8960); BWSC, LLC (0899); and Winc Lost Poet, LLC (N/A). The Debtors’ mailing address for purposes of these chapter 11 cases is 1751 Berkeley Street, Studio 3, Santa Monica, CA 90404.

Order at its earliest convenience without further notice or a hearing.

Dated: August 1, 2023

**A.M. SACCULLO LEGAL, LLC**

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*Counsel for the Official Committee of Unsecured Creditors*

**EXHIBIT 1**

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

In re:  
WINC, INC. *et al.*,<sup>2</sup>  
Debtors.

Chapter 11  
Case No. 22-11238 (LSS)  
(Jointly Administered)  
**Related DI Nos.: 399**

**ORDER APPROVING SECOND INTERIM FEE  
REQUEST OF ARENTFOX SCHIFF LLP AS COUNSEL TO THE  
OFFICIAL COMMITTEE OF UNSECURED CREDITORS**

Upon consideration of the second interim fee application (the “Fee Request”) filed by ArentFox Schiff LLP (the “Professional”) retained and employed by the Official Committee of Unsecured Creditors of Winc, Inc. and its debtor affiliates (collectively, the “Debtors”) in the above-captioned cases and identified on Exhibit A attached hereto, for allowance of compensation and reimbursement of expenses; and the Court having jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334, and the *Amended Standing Order of Reference* from the United States District Court for the District of Delaware dated as of February 29, 2012; and it appearing to the Court that all of the requirements of sections 327, 328, 330, 331, and 503(b) of title 11 of the United States Code, as well as Rule 2016 of the Federal Rules of Bankruptcy Procedure and the Local Rules of Bankruptcy Practice and Procedure of the United States Bankruptcy Court for the District of Delaware, as applicable, have been satisfied; and it further appearing that the services rendered were reasonable and necessary; and that notice of the Fee Request was appropriate; and after due deliberation and sufficient good cause appearing therefor,

**IT IS HEREBY ORDERED THAT:**

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<sup>2</sup> The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, are: Winc, Inc. (8960); BWSC, LLC (0899); and Winc Lost Poet, LLC (N/A). The Debtors’ mailing address for purposes of these chapter 11 cases is 1751 Berkeley Street, Studio 3, Santa Monica, CA 90404.

1. The Fee Request is APPROVED with respect to the amounts set forth on Exhibit A attached hereto.
2. The Professional is granted interim allowance of compensation in the amounts set forth on Exhibit A, including any and all holdbacks.
3. The Debtors are authorized and directed to remit payment to the Professionals in the amounts set forth on Exhibit A, less all amounts previously paid on account of such fees and expenses.
4. This Court shall retain jurisdiction with respect to all matters relating to the interpretation or implementation of this Order.

**Exhibit A**

<b>Professional/Role</b>	<b>Interim Fee Period/ Docket No.</b>	<b>Total Fees Approved</b>	<b>Total Expenses Approved</b>	<b>Amount of Holdback Fees Approved (20% of Fees)</b>
ArentFox Schiff LLP – <i>Counsel to the Official Committee of Unsecured Creditors</i>	3/1/23 – 5/31/23 Docket No. 399	\$45,771.00	\$0.00	\$9,154.20